THE WOODLANDS TOWNSHIP BOARD OF DIRECTORS REGULAR BOARD MEETING NOVEMBER 17, 2010 MINUTES

THE STATE OF TEXAS § COUNTIES OF HARRIS & MONTGOMERY §

The Board of Directors of The Woodlands Township met in regular session, open to the public, on November 17, 2010, posted to begin at 6:00 p.m. The meeting was held at the office of The Woodlands Township, Service Center, 2201 Lake Woodlands Drive, The Woodlands, Texas, within the boundaries of The Woodlands Township.

DIRECTORS PRESENT: Chairman Bruce Tough, Vice Chairman Lloyd Matthews, Secretary Claude

Hunter, Treasurer Ed Robb, Director Nelda Blair**, Director Tom Campbell,

and Director Peggy Hausman

DIRECTORS ABSENT: **Indicates arrived late

STAFF/ADVISORS: Don Norrell, President/General Manager, John Powers, Assistant General

Manager Community Services, Monique Sharp, Assistant General Manager of Finance & Administration, Nick Wolda, Director of Community Relations/CVB President, Miles McKinney, Legislative Affairs & Transportation Manager, Karen Dempsey, Management Analyst, Mary Connell, Community Relations

Manager, Mike Page and Bret Strong, Legal Counsel

CALL TO ORDER:

Chairman Tough called the meeting to order at 6:00 p.m. and declared that notice of this meeting was posted 72 hours in advance at the Courthouses of Montgomery and Harris Counties and inside the boundaries of The Woodlands Township at the office building located at 2201 Lake Woodlands Drive, The Woodlands, Texas. As there was a quorum of members present, the Board proceeded to conduct business regarding the following matters.

CONSIDER AND ACT UPON ADOPTION OF MEETING AGENDA;

Chairman Tough called for a motion and second to adopt the meeting agenda.

MOTION: Motion by Secretary Hunter; second by Director Campbell

VOTE: Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter Treasurer Robb Director Campbell Director Hausman

Nays: None

Absent: Director Blair

ACTION: Motion passed unanimously.

RECOGNIZE PUBLIC OFFICIALS:

Chairman Tough recognized the following individuals:

- Al Shaffer-Boy Scout from Troop 777; working on Citizenship in the Community merit badge
- Joel Deretchin-Former President of TWA and WCOA
- Anthony Fasone-Former TWA Director

PUBLIC COMMENT:

The following members of the public addressed the Board:

- Anthony Fasone-Expressed support for the K-9 Unit
- Nancy Hathaway-"Veggie Village" support
- Sylvia Campbell-"Veggie Village" support
- Peggy Hendrix-"Veggie Village" support

The Public Comment Roster is attached hereto as Exhibit "A".

CONSIDER AND ACT UPON A PROCLAMATION IN SUPPORT OF "PANCREATIC CANCER AWARENESS MONTH":

Chairman Tough read a proclamation in support of "Pancreatic Cancer Awareness Month" which he then signed. Following the presentation, Chairman Tough called on Ruth Helgerud, volunteer Advocacy Coordinator for the Houston affiliate of the Pancreatic Cancer Action Network. Ms. Helgerud expressed appreciation for the Board's support and efforts in promoting pancreatic cancer awareness in the community. Chairman Tough then called for a motion and second to approve a proclamation in support of Pancreatic Cancer Awareness Month.

MOTION: Motion by Secretary Hunter; second by Vice-Chairman Matthews

Aves: Chairman Tough VOTE:

Vice Chairman Matthews

Secretary Hunter Treasurer Robb Director Campbell Director Hausman

Navs: None

Absent: Director Blair

ACTION: Motion passed unanimously

A Proclamation in Support of "Pancreatic Cancer Awareness Month" is attached hereto as Exhibit "B".

RECEIVE AND CONSIDER THE LAW ENFORCEMENT REPORT FROM CAPTAIN EASON WITH THE MONTGOMERY COUNTY SHERIFF'S OFFICE;

Captain Eason reported that twenty-law enforcement students attended a forty hour community oriented and crime prevention seminar facilitated by Marian Leck, Director of Law Enforcement for The Woodlands Township and Lieutenant Brady Fitzgerald. The sheriff's department plans to have two more training classes in 2011. Captain Eason also presented statistical data for District 6, The Woodlands.

RECEIVE AND CONSIDER REPORTS FROM VILLAGE ASSOCIATION REPRESENTATIVES;

Reports were provided by the following Village Association (VA) representatives:

Alden Bridge VA-Steve Leakey reported that Judge Sadler was the featured speaker at the last meeting; near quota for the fall flea market; no December meeting; holiday reception to be held December 14 at Rico's in the Alden Bridge Village Center; guest speaker at the January 2011 meeting will be Karen Hoylman, President of the South Montgomery County Woodlands Chamber of Commerce

<u>Cochran's Crossing VA</u>-Brian Duelm reported that turn-out at the fall village festival was lighter than in past years; near quota for the fall flea market; holiday light contest begins December 8; September baseball game outing had light attendance at the fall village festival; website is now active; concerns about a pet shooting and parking at Market Street

Grogan's Mill VA-Bruce Cunningham reported that the Farmers' Market continues to grow and will operate every Saturday through December 12; association will make suggestions to Parks and Recreation regarding improvements to be made to Sawmill Park; a resolution will be formally presented to the Board at the January 2011 regular meeting regarding improvements to the bridge that spans across Grogan's Mill road

<u>Panther Creek VA</u>-Everett Ison reported that the fall flea market was a success; recognized veterans; no December meeting; a Christmas dinner is planned for the month of December; questions about the Lake Woodlands Property Owners Association; would like Joel Deretchin or another representative of the LWPOA Board to attend an upcoming meeting to answer some questions

College Park VA-No report

Creekside Park VA-No report

Indian Springs VA-No report

Sterling Ridge VA-No report

The Village Association Representatives' Sign In Sheet is attached hereto as Exhibit "C".

CONSENT AGENDA:

(This agenda consists of non-controversial or "housekeeping" items required by law that will be placed on the Consent Agenda at the next Board Meeting and may be voted on with one motion. Items may be moved from the Consent Agenda to the Regular Agenda by any Board Member making such request.)

CONSIDER AND ACT UPON THE CONSENT AGENDA;

- (a) Approve the minutes of the October 21, 2010 Workshop, October 27, 2010 Regular Meeting and October 28, 2010 Planning Session of the Board of Directors of The Woodlands Township;
- (b) Award Progressive Commercial Aquatics, Inc. the bid to provide pool chemicals for the Township's facilities for 2011 and authorize the President/General Manager to execute a contract for these services;
- (c) Award the bid for fuel to Sundance Fuels and authorize the President/General Manager to execute a contract for these services;
- (d) Approve an Encroachment Agreement with ConocoPhillips and authorize the President/General Manager to execute said agreement;
- (e) Accept the conveyance by Special Warranty Deed Restricted Open Space Reserve J, also known as Jagged Ridge Park, the Village of Creekside Park, Section 14, from The Woodlands Development Company, L.P.;
- (f) Approve the addition to the Park and Pathway Maintenance Agreement with BIO Landscape & Maintenance, Inc. for Jagged Ridge Park in the amount of \$5,333 per year and authorize the President/General Manager to execute the agreement:
- (g) Accept the conveyance of Pathway Easements from The Woodlands Land Development, L.P. for easement in the Village of Sterling Ridge, Section 12, Reserve A and Section 8, Reserve D and authorize the President/General Manager to execute the agreements;
- (h) Approve the Memorandum of Understanding (MOU) with the Tomball Independent School District and authorize the President/General Manager to execute the MOU;
- (i) Approve the extension of the Memorandum of Understanding (MOU) with the City of Shenandoah for one year and authorize the President/General Manager to execute the MOU;
- (j) Approve the amendment to the Investment Policy of The Woodlands Township and adopt a resolution in connection therewith:
- (k) Approve reappointing Nick Wolda of The Woodlands Township/The Woodlands CVB for a three-year term and Sheron Jones of The Woodlands Waterway Marriott Hotel & Convention Center for a one-year term on the Booking and Blocking Committee.

Chairman Tough called for a motion and second to adopt the Consent Agenda.

MOTION: Motion by Secretary Hunter; second by Director Campbell

VOTE:

Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter Treasurer Robb Director Campbell Director Hausman

Nays: None

Absent: Director Blair

ACTION: Motion passed unanimously.

Executive Summaries, resolution and supporting materials for Consent Agenda items are attached hereto collectively as Exhibit "D".

BRIEFINGS:

There were no briefings.

REGULAR AGENDA:

CONSIDER AND ACT UPON THE FINANCIAL REPORT;

Monique Sharp presented the Financial Report and referred the Board to handout material containing the General Purpose Financial Statements as of and for the ten months ended October 31, 2010. After a review of the Combined Financial Statements and Monthly Investment Report, a report on the General Fund Budget vs. Actual was presented. Ms. Sharp then reported on the Township's sales tax collections, hotel occupancy tax collections, and property tax collections. Discussion followed. Chairman Tough then called for a motion and second to approve the Financial Report.

MOTION: Motion by Treasurer Robb; second by Director Campbell

VOTE: Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter Treasurer Robb Director Campbell Director Hausman

Nays: None

Absent: Director Blair

ACTION: Motion passed unanimously.

The Financial Report is attached hereto as Exhibit "E".

CONSIDER AND ACT UPON AWARD OF BIDS FOR CLEARING AND GRADING; IRRIGATION AND SOD; LIGHTING; AND PARKING LOT FOR THE ALDEN BRIDGE SPORTS PARK EXPANSION;

Chairman Tough called on John Powers to present this item. Mr. Powers referenced information found in two Executive Summaries and called the Directors' attention to both documents. Various options to the parking lot issue were reviewed by Mr. Powers and a proposed recommendation was made. Discussion followed. Chairman Tough then called for a motion and second to award the bids for Project A, clearing and grading including expanded parking area to Al Earth in the amount of \$80,351; for Projects B & D, irrigation and sod and parking lot to Bio Landscape including expanded parking area in the amount of \$293,204; and Project C, sport fields lights to LiteCo Electric in the amount of \$207,523, and authorize the President/General Manager to execute contracts for these services.

Note: Director Blair arrived during discussion of the above item.

MOTION: Motion by Vice Chairman Matthews; second by Treasurer Robb

VOTE: Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter
Treasurer Robb
Director Blair
Director Campbell
Director Hausman

Nays: None Absent: None

ACTION: Motion passed unanimously.

Chris Nunes, Director of Parks and Recreation for The Woodlands Township, and his staff were recognized by John Powers for their time and effort in putting together information on the above project.

Executive Summaries for this item and related materials are attached hereto as Exhibit "F".

CONSIDER AND ACT UPON A PARK USE AGREEMENT WITH INTERFAITH OF THE WOODLANDS FOR A VEGETABLE AND FRUIT GARDEN AT ALDEN BRIDGE SPORTS PARK;

Chairman Tough called on John Powers to present this item. Mr. Powers provided a summary of this item as outlined in an Executive Summary. Discussion followed. Chairman Tough then called for a motion and second to approve the Park Use Agreement with Interfaith of The Woodlands for a fruit and vegetable garden at Alden Bridge Sports Park and authorize the President/General Manager to execute a contract for these services.

<u>MOTION:</u> Motion by Director Blair; second by Treasurer Robb. Director Hunter offered an amendment to designate the entire garden area to be used by Interfaith. The amendment was not accepted by Director Blair and Treasurer Robb. Chairman Tough next called for a vote on the original motion.

VOTE:

Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter Treasurer Robb Director Blair Director Campbell

Director Hausman

Absent: None

ACTION: Motion passed unanimously.

The Executive Summary for this item is attached hereto as Exhibit "G".

CONSIDER AND ACT UPON A REQUEST FROM THE DRURY INN TO WAIVE A LATE FEE ON LOCAL HOTEL OCCUPANCY TAX DEPOSIT FOR THE MONTH OF OCTOBER;

Chairman Tough called on Monique Sharp to present this item. Ms. Sharp distributed a handout to the Board regarding past history on late fees and then provided a summary of the item as outlined in an Executive Summary. Discussion followed.

MOTION: Motion by Vice Chairman Matthews to not approve a request from the Drury Inn to waive a late fee on local hotel occupancy tax deposit for the month of October; second by Director Hausman

VOTE:

Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter Treasurer Robb Director Blair Director Campbell Director Hausman

Nays: None Absent: None

ACTION: Motion passed unanimously.

The Executive Summary and handout material for this item are attached hereto as Exhibits "H" and "I", respectively.

CONSIDER AND ACT UPON APPROVAL OF POLICIES RELATED TO THE ELECTION OF THE BOARD OF DIRECTORS FOR THE WOODLANDS TOWNSHIP;

Chairman Tough called on Mike Page to present this item. Mr. Page presented a summary of this item and reviewed minor changes made to the draft resolution that was discussed at the November 11, 2010 Board Workshop. Additionally, Mr. Page noted that the first clause of Section 6 should include the words: "or other applicable law". Discussion followed.

<u>MOTION</u>: Secretary Hunter then moved to approve policies related to the election of the Board of Directors for The Woodlands Township, with the above mentioned change, and adopt a resolution in connection therewith; second by Director Campbell

VOTE:

Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter Treasurer Robb Director Blair Director Campbell Director Hausman

Nays: None Absent: None

ACTION: Motion passed unanimously...

A Resolution regarding Election Policies and Procedures is attached hereto as Exhibit "J".

CONSIDER AND ACT UPON ESTABLISHMENT OF AN INITIAL DATE FOR CANDIDATE FILING FOR THE TOWNSHIP BOARD OF DIRECTORS ELECTION AND AUTHROIZE THE PRESIDENT/GENERAL MANAGER TO POST NOTICE OF THE CANDIDATE APPLICATION FILING PERIOD;

Chairman Tough informed the Board that no action was required on this item based on the approval of election policies in the previous agenda item.

CONSIDER AND ACT UPON THE PURCHASE OF SPECIALIZED EQUIPMENT, AUTOMATED LICENSE PLATE RECOGNITION AND DEVELOPMENT OF A K-9 UNIT FOR MONTGOMERY COUNTY SHERIFF'S OFFICE;

Chairman Tough referred the Board to pages 119-132 in their meeting book for review. Captain Eason presented this item at the Board Workshop on November 11, 2010; therefore, there was no need for an additional presentation. Chairman Tough then called for a motion and second to authorize purchase of specialized equipment, automated license plate recognition and development of a K-9 unit for the Montgomery County Sheriff's Office. Discussion followed.

MOTION: Motion by Secretary Hunter; second by Director Blair

VOTE;

Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter Treasurer Robb Director Blair Director Campbell Director Hausman

Nays: None Absent: None

ACTION: Motion passed unanimously.

The Executive Summary for this item and related materials are attached hereto collectively as Exhibit "K".

CONSIDER AND ACT UPON A PROJECT MANAGEMENT AGREEMENT WITH DAMON PALERMO, MANAGING PRINCIPAL FO PALERMOBARR COMMERCIAL REAL ESTATE ADVISORS;

Chairman Tough called on Don Norrell to present this item. Mr. Norrell provided a summary of this item as outlined in an Executive Summary. Following Mr. Norrell's presentation, Brett Strong was called on to review the Project Management Agreement. Discussion followed.

MOTION: Motion by Director Blair to approve the Project Management Agreement with Palermo REI, LP and authorize the President/General Manager to execute an agreement in connection therewith; second by Secretary Hunter

VOTE:

Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter
Treasurer Robb
Director Blair
Director Campbell
Director Hausman

Nays: None Absent: None

ACTION: Motion passed unanimously.

The Executive Summary for this item is attached hereto as Exhibit "L".

CONSIDER AND ACT UPON A PROPOSAL TO PROVIDE ARCHITECTURAL DESIGN SERVICES FOR THE REMODELING OF THE 9012 NEW TRAILS OFFICE BUILDING;

Chairman Tough called on Don Norrell to present background information on this item. Following Mr. Norrell's comments, Damon Palermo was called on to make a presentation. Mr. Palermo distributed handout material to the Board and then commented on a Request for Qualifications and Proposals Decision Matrix that was used to evaluate three pre-selected architectural firms: Kirksey Architects, PGAL, and Gensler. Based on his evaluation, Mr. Palermo recommended that the Board use Kirksey Architects to perform architectural and engineering design services for the remodeling project. Chairman Tough then called for a motion and second to approve a proposal to provide architectural design services to Kirksey Architects for the remodeling of the 9012 New Trails office building for a fee not-to-exceed \$95,000. Discussion followed.

MOTION: Motion by Director Campbell; second by Secretary Hunter

VOTE:

Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter Treasurer Robb Director Blair Director Campbell Director Hausman

Nays: None Absent: None

ACTION: Motion passed unanimously.

Handout material for this item is attached hereto as Exhibit "M".

CONSIDER AND ACT UPON ESTABLISHING GUIDELINES FOR PARTICIPATING IN PUBLIC MEETINGS;

Chairman Tough called on Karen Dempsey to present this item. Ms. Dempsey provided handout material to the Board and then reviewed three options for participating in public meetings. The three options that were reviewed included: Option 1-Keep Public Comment As-Is; Option 2: Add Public Comment at End; Option 3: Public Comment at Beginning, End and at Agenda Item. Following Ms. Dempsey's presentation, a motion and second was made to adopt Option 3. Discussion followed.

MOTION: Motion by Director Campbell; second by Secretary Hunter

VOTE: Ayes: Chairman Tough

Secretary Hunter Treasurer Robb Director Blair Director Campbell Director Hausman

Nays: Vice Chairman Matthews

Absent: None

ACTION: Motion passed.

The Executive Summary and handout material regarding this item are attached hereto collectively as Exhibit "N".

CONSIDER AND ACT UPON A "HOLIDAY TRIAL" PROGRAM WITH THE DISTRICT FOR TROLLEY SERVICE AND A BUDGET AMENDMENT IN CONNCECTION THEREWITH;

Chairman Tough called on Miles McKinney to present a summary of this item. Mr. McKinney informed the Board that Regency Management, owner and property manager of the Panther Creek Village Center, had not approved the "holiday trial" trolley program. As this was the case, Chairman Tough informed the Board that there would be no action taken on this item.

The Executive Summary for this item is attached hereto as Exhibit "O".

CONSIDER AND ACT UPON CANCELLATION OF THE DECEMBER 9, 2010 BOARD OF DIRECTORS REGULARLY SCHEDULED WORKSHOP AND THE DECEMBER 15, 2010 REGULARLY SCHEDULED BOARD MEETING OF THE WOODLANDS TOWNSHIP;

There was no need for added discussion on this item. Chairman Tough then called for a motion and second to approve cancellation of the December 9, 2010 Board of Directors regularly scheduled workshop and the December 15, 2010 regularly scheduled Board meeting of The Woodlands Township. Chairman Tough asked the Board to keep December 9, 2010 available in case there was a need to call a special Board meeting. Discussion followed.

MOTION: Motion by Director Blair; second by Vice Chairman Matthews

VOTE: Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter Treasurer Robb

Director Blair Director Campbell Director Hausman

Nays: None Absent: None

ACTION: Motion passed unanimously.

The Executive Summary for this item is attached hereto as Exhibit "P".

CONSIDER AND ACT UPON ABANDONMENT OF PATHWAY EASEMENTS AND ACCEPTANCE OF REPLACEMENT PATHWAY EASEMENTS IN THE VILLAGE OF GROGAN'S MILL;

Chairman Tough called on John Powers to present this item. Mr. Powers provided clarification on this item by way of a visual diagram of the area under consideration. Following Mr. Powers' presentation, Chairman Tough called for a motion and second to approve the Abandonment and Reconveyance of Easements, the Partial Abandonment and Reconveyance of Easement, and accept the conveyance of the Pathway Easement with The Woodlands Land Development Company, L.P. and authorize the President/General Manager to execute such agreements upon final legal review and fulfillment of the steps cited herein to construct the new replacement pathways. Discussion followed.

MOTION: Motion by Director Blair; second by Secretary Hunter

VOTE:

Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter Treasurer Robb Director Blair Director Campbell Director Hausman

Nays: None Absent: None

ACTION: Motion passed unanimously.

The Executive Summary for this item is attached hereto as Exhibit "Q".

CONSIDER AND ACT UPON SALE OF PROPERTY TO MONTGOMERY COUNTY HOSPITAL DISTRICT:

Chairman Tough called on Don Norrell to present this item. Mr. Norrell provided a summary of this item as outlined in an Executive Summary. Following Mr. Norrell's presentation, Chairman Tough called for a motion and second to approve the conceptual proposal to sell Township-owned property located at 250 Harper's Landing Boulevard Drive to Montgomery County Hospital District and authorize the President/General Manager to develop all necessary documents and agreements for final consideration by the Board on January 26, 2011. Discussion followed.

MOTION: Motion by Director Campbell; second by Vice Chairman Matthews

VOTE: Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter Treasurer Robb Director Blair Director Campbell Director Hausman

Nays: None Absent: None

ACTION: Motion passed unanimously.

The Executive Summary for this item is attached hereto as Exhibit "R".

CLOSED MEETING (IF APPLICABLE):

RECESS AT 8:18 P.M. TO EXECUTIVE SESSION TO DISCUSS MATTERS RELATING TO REAL PROPERTY PURSUANT TO \$551.072, TEXAS GOVERNMENT CODE; DELIBERATION OF ECONOMIC DEVELOPMENT NEGOTIATIONS PURSUANT TO \$551.087, DISCUSS PERSONNEL MATTERS PURSUANT TO \$551.074; TEXAS GOVERNMENT CODE' AND TO CONSULT WITH THE WOODLANDS TOWNSHIP'S ATTORNEY CONCERNING PENDING LITIGATION PURSUANT TO \$551.071. TEXAS GOVERNMENT CODE;

RECONVENE IN PUBLIC SESSION AT 8:29 P.M.;

Chairman Tough announced that it would be necessary to take action on personnel matters.

CONSIDER AND ACT UPON THE PRESIDENT/GENERAL MANAGER'S PERFORMANCE REVIEW AND COMPENSATION;

MOTION: Motion by Vice Chairman Matthews to increase the base salary for the President/General Manager by 2% on April 1, 2011 and award a performance bonus in the amount of \$25,000 in recognition of an exemplary job done in 2010; second by Treasurer Robb

VOTE:

Ayes: Chairman Tough

Vice Chairman Matthews

Secretary Hunter Treasurer Robb Director Blair Director Campbell Director Hausman

Nays: None Absent: None

ACTION: Motion passed unanimously.

DISCUSS FUTURE AGENDA/ANNOUNCEMENTS:

CONSIDERATION OF ITEMS TO BE PLACED ON THE AGENDA FOR NEXT MONTH'S MEETING;

There were no items presented.

ANNOUNCEMENTS:

Director Campbell wished the Board a Happy Thanksgiving and Merry Christmas.

As there was no further business to discuss, Chairman Tough called for a motion and second to adjourn the meeting at 8:35 p.m.

MOTION: Motion by Director Blair; second by Director Campbell

VOTE: Ayes: Chairman Tough

Vice Chairman Matthews Secretary Hunter Treasurer Robb Director Blair Director Campbell Director Hausman

Nays: None Absent: None

ACTION: Motion passed unanimously.



Claude Hunter

Secretary, Board of Directors

EXHIBIT OMISSIONS*

EXHIBIT "A"	EXHIBIT "J"
EXHIBIT "B"	EXHIBIT "K"
EXHIBIT "C"	EXHIBIT "L"
EXHIBIT "D"	EXHIBIT "M"
EXHIBIT "E"	EXHIBIT "N"
EXHIBIT "F"	EXHIBIT "O"
EXHIBIT "G"	EXHIBIT "P"
EXHIBIT "H"	EXHIBIT "Q"
EXHIBIT "I"	EXHIBIT "R"

^{*}To view Exhibits, please contact the Records Management Analyst at 281-210-3800.